

1. Defendants admit that federal question jurisdiction arises in this matter pursuant to 29 U.S.C. §§ 1132(e)(1) and 1331. The remaining statements of Paragraph 1 of the Complaint state legal conclusions as to which no response is required.

2. Paragraph 2 of the Complaint states legal conclusions as to which a response is not required.

3. Paragraph 3 of the Complaint states legal conclusions as to which a response is not required. To the extent a response is required, Defendants deny the allegations of Paragraph 3 of the Complaint and deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claims for relief sought in Paragraph 3 of the Complaint include claims barred by the Court's Order of April 17, 2012 in this action.

4. Defendants lack sufficient information to admit or deny the allegations of Paragraph 4 of the Complaint, and therefore deny the same.

5. Defendants admit that through his employment Plaintiff Justin Olsen ("Olsen") has been a covered participant under the Alaska Teamster-Employer Welfare Plan ("Plan"), which provides health benefits to qualifying participants and beneficiaries. Defendants deny any and all remaining allegations of Paragraph 5 of the Complaint.

6. Defendants admit the allegations of Paragraph 6 of the Complaint.

7. Defendants admit the allegations of Paragraph 7 of the Complaint.

**DEFENDANTS' RESPONSE TO PLAINTIFF'S FIRST CAUSE OF ACTION AGAINST
ALASKA TEAMSTER-EMPLOYER WELFARE PLAN AND THE BOARD OF
TRUSTEES FOR DENIAL OF BENEFITS**

8. Defendants repeat their admissions and denials as set forth above.

9. Defendants admit that Plaintiff has been a covered participant under the Alaska Teamster-Employer Welfare Plan ("Plan"), which provides health benefits to qualifying

participants and beneficiaries. Defendants deny any and all remaining allegations of Paragraph 9 of the Complaint.

10. Defendants admit that Olsen is a 29-year old man who has complained of facial and jaw pain and headaches. Defendants lack sufficient information to admit or deny the remaining allegations of Paragraph 10 of the Complaint, and therefore deny the same.

11. Defendants admit the allegations of Paragraph 11 of the Complaint.

12. Defendants admit that Olsen's counsel requested a copy of documents related to the denial of benefits for TMJ surgery for Olsen on or about May 17, 2011, and that such documents were provided to Olsen's counsel on or about August 17, 2011. Defendants deny any and all remaining allegations of Paragraph 12 of the Complaint.

13. Defendants lack sufficient information to admit or deny the allegations in the first two sentences of Paragraph 13 of the Complaint, and therefore deny the same. Defendants deny any and all remaining allegations of Paragraph 13 of the Complaint.

14. Defendants deny the allegations of Paragraph 14 of the Complaint.

15. Defendants lack sufficient information to admit or deny the allegations related to the letter referenced in Paragraph 15 of the Complaint, and therefore deny the same. Defendants deny any and all remaining allegations of Paragraph 15 of the Complaint.

16. Defendants admit that a letter was issued by Qualis Health on or about April 12, 2010, containing the language quoted in Paragraph 16 of the Complaint. Defendants deny that the summary of that documentation in Paragraph 16 of the Complaint is accurate or complete. Defendants admit that Olsen appealed the April 12, 2010 denial of benefits. Defendants deny any and all remaining allegations of Paragraph 16 of the Complaint.

17. Defendants admit that a letter was issued by Alaska Teamster-Employer Service Corporation on behalf of the Plan on April 23, 2010, containing the language quoted in Paragraph 17 of the Complaint. Defendants deny that the summary of that documentation in Paragraph 17 of the Complaint is accurate or complete. Defendants admit that Olsen submitted an appeal of the April 23, 2010 letter. Defendants deny any and all remaining allegations of Paragraph 17 of the Complaint.

18. Defendants admit that Plan representative Dennie Castillo had telephone conversations with Olsen and his spouse. Defendants deny any and all remaining allegations of Paragraph 18 of the Complaint.

19. Defendants admit that a letter was issued by Qualis Health on or about May 11, 2010, containing the language quoted in Paragraph 19 of the Complaint. Defendants deny that the summary of that documentation in Paragraph 19 of the Complaint is accurate or complete. Defendants deny any and all remaining allegations of Paragraph 19 of the Complaint.

20. Defendants admit that on or about June 3, 2010, Olsen issued a letter to the Plan appealing the denial of TMJ surgery. Defendants deny that the summary of that documentation in Paragraph 20 of the Complaint is accurate or complete. Defendants deny any and all remaining allegations of Paragraph 20 of the Complaint.

21. Defendants admit the allegations of Paragraph 21 of the Complaint.

22. Defendants admit the first two sentences of Paragraph 22 of the Complaint, and that the Administrative Committee for the Plan referred the matter for an additional independent medical review to be conducted by AllMed. Defendants deny any and all remaining allegations of Paragraph 22 of the Complaint.

23. Defendants deny the allegations of Paragraph 23 of the Complaint.

24. Defendants admit the first two sentences of Paragraph 24 of the Complaint. Defendants deny any and all remaining allegations of Paragraph 24 of the Complaint.

25. Defendants deny the allegations of Paragraph 25 of the Complaint.

26. Defendants admit that orthodontia benefits under the Plan are limited to dependent children. Defendants deny any and all remaining allegations of Paragraph 26 of the Complaint.

27. Defendants deny the allegations of Paragraph 27 of the Complaint. Defendants deny that Plaintiff is entitled to any relief in this action.

28. Defendants deny the allegations of Paragraph 28 of the Complaint. Defendants deny that Plaintiff is entitled to any relief in this action.

29. Defendants admit that Olsen exhausted his administrative remedies under the Plan. Defendants deny any and all remaining allegations of Paragraph 29. Defendants deny that Plaintiff is entitled to any relief in this action.

30. Defendants deny the allegations of Paragraph 30 of the Complaint.

31. Defendants deny the allegations of Paragraph 31 of the Complaint. Defendants deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claim for relief sought in Paragraph 31 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

32. Paragraph 32 of the Complaint states legal conclusions as to which a response is not required. To the extent a response is required, Defendants deny the allegations of Paragraph 32 of the Complaint and deny that Plaintiff is entitled to any relief in this action.

33. Paragraph 33 of the Complaint states legal conclusions as to which a response is not required. To the extent a response is required, Defendants deny the allegations of Paragraph 33 of the Complaint and deny that Plaintiff is entitled to any relief in this action.

**DEFENDANTS' RESPONSE TO PLAINTIFF'S SECOND CAUSE OF ACTION
AGAINST ALASKA TEAMSTER-EMPLOYER WELFARE PLAN AND THE BOARD
OF TRUSTEES FOR EQUITABLE RELIEF**

34. Defendants repeat their admissions and denials as set forth above.

35. Paragraph 35 of the Complaint states legal conclusions as to which a response is not required. To the extent a response is required, Defendants deny the allegations of Paragraph 35 of the Complaint and deny that Plaintiff is entitled to any relief in this action.

36. Paragraph 36 of the Complaint states legal conclusions as to which a response is not required. To the extent a response is required, Defendants deny the allegations of Paragraph 36 of the Complaint and deny that Plaintiff is entitled to any relief in this action.

37. Paragraph 37 of the Complaint states legal conclusions as to which a response is not required. To the extent a response is required, Defendants deny the allegations of Paragraph 37 of the Complaint and deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claim for relief sought in Paragraph 37 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

**DEFENDANTS' RESPONSE TO PLAINTIFF'S THIRD CAUSE OF ACTION AGAINST
ALASKA TEAMSTER-EMPLOYER WELFARE PLAN AND THE BOARD OF
TRUSTEES FOR BREACH OF CONTRACT**

38. Defendants repeat their admissions and denials as set forth above.

39. Paragraph 39 of the Complaint states legal conclusions as to which a response is not required. To the extent a response is required, Defendants deny the allegations of Paragraph 39 of the Complaint and deny that Plaintiff is entitled to any relief in this action. In addition,

Defendants aver that the claim for relief sought in Paragraph 39 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

40. Paragraph 40 of the Complaint states legal conclusions as to which a response is not required. To the extent a response is required, Defendants deny the allegations of Paragraph 40 of the Complaint and deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claim for relief sought in Paragraph 40 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

41. Paragraph 41 of the Complaint states legal conclusions as to which a response is not required. To the extent a response is required, Defendants deny the allegations of Paragraph 41 of the Complaint and deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claim for relief sought in Paragraph 41 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

42. Paragraph 42 of the Complaint states legal conclusions as to which a response is not required. To the extent a response is required, Defendants deny the allegations of Paragraph 42 of the Complaint and deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claim for relief sought in Paragraph 42 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

DEFENDANTS' RESPONSE TO PLAINTIFF'S FOURTH CAUSE OF ACTION
AGAINST ALASKA TEAMSTER-EMPLOYER WELFARE PLAN AND
THE BOARD OF TRUSTEES FOR BREACH OF FIDUCIARY
DUTY AND STRUCTURAL CONFLICT OF INTEREST

43. Defendants repeat their admissions and denials as set forth above.

44. Defendants admit that Olsen has been a participant in the Plan. Defendants deny any and all remaining allegations of Paragraph 44 of the Complaint. Defendants deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claim for Olsen v. Alaska Teamster-Employer Welfare Plan, et al. 4:11-cv-00015-RRB Defendants' Answer to Plaintiff's First Amended Complaint Page 7 of 10

relief sought in Paragraph 44 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

45. Defendants deny the allegations of Paragraph 45 of the Complaint. Defendants deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claim for relief sought in Paragraph 45 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

46. Defendants deny the allegations of Paragraph 46 of the Complaint. Defendants deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claim for relief sought in Paragraph 46 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

47. Defendants deny the allegations of Paragraph 47 of the Complaint. Defendants deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claim for relief sought in Paragraph 47 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

48. Defendants deny the allegations of Paragraph 48 of the Complaint. Defendants deny that Plaintiff is entitled to any relief in this action. In addition, Defendants aver that the claim for relief sought in Paragraph 48 of the Complaint is barred by the Court's Order of April 17, 2012 in this action.

RESPONSE TO PLAINTIFF'S REQUEST FOR RELIEF

Defendants deny that Plaintiff is entitled to any of the relief sought in Paragraphs 1 through 9 of the "Request for Relief" portion of the Complaint, or any other relief.

DEFENDANTS' AFFIRMATIVE DEFENSES

1. The Complaint fails, in whole or in part, to state a claim upon which relief can be granted.
2. Plaintiff's claims, in whole or in part, are preempted by federal law.
3. Plaintiff's claims are barred, in whole or in part, by failure to mitigate or prove damages.
4. Defendants reserve the right to assert any further defenses and affirmative defenses as may be determined to be applicable in this action.

WHEREFORE, Defendants pray that Plaintiff's First Amended Complaint be dismissed with prejudice, that Plaintiff take nothing thereby, that Defendants be awarded costs and attorney's fees pursuant to 29 U.S.C. § 1132(g) or any other applicable statute or the common law, and that the Court award Defendants such other relief as it deems just and proper.

DATED this 1st day of May, 2012, at Seattle, Washington.

By: s/ Michael P. Monaco

SONG MONDRESS PLLC
Counsel for Defendants Alaska Teamster-
Employer Welfare Plan and Board of Trustees
720 Third Ave., Suite 1500
Seattle, WA 98104
E-mail: mmonaco@songmondress.com
Phone: (206) 398-1500
Fax: (206) 398-1501

Ronald L. Bliss
BLISS, WILKENS & CLAYTON
500 L. Street, Suite 200
Anchorage, AK 99501
E-mail: rlb@bwclawyers.com
Phone: (907) 276-2999
Fax: (907) 276-2956
(ABA No. 7605011)

CERTIFICATE OF SERVICE

I hereby certify that on May 1, 2012, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system, which will send notification of such filing to the following:

Jason A. Weiner
Gazewood & Weiner, PC
1008 16th Avenue
Suite 200
Fairbanks, AK 99701

s/ Michael P. Monaco